

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION**

IN RE: DEEPROOT CAPITAL MANAGEMENT, LLC, ET AL.,¹ <i>Debtors.</i>	§ § § § § §	CHAPTER 7 CASE NO. 21-51523-MMP JOINTLY ADMINISTERED
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**ORDER APPROVING MOTION OF CHAPTER 7 TRUSTEE FOR AUTHORIZATION TO SELL
PROPERTY OF THE ESTATE AND TO AUTHORIZE PAYMENT FROM SALES PROCEEDS**

The Court considered the matter before the Court on the *Motion of Chapter 7 Trustee for Authorization to Sell Property of the Estate by Public Auction and to Authorize Payment to Auctioneer from Sales Proceeds* (the “**Motion**”), the responses to the Motion, the statements of counsel, and the records in this case, and having held a hearing on the Motion, finds that: (a) it has jurisdiction over this matter pursuant to 28 U.S.C. § 1334; (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (c) the relief requested in the Motion is in the best interests of the Debtor’s estate, its creditors, and other parties-in-interest; (d) proper and adequate notice of the application and hearing hereon has been given and no other or further notice is necessary; and (e) good and sufficient cause exists for granting the relief herein.

¹ The Debtors in these chapter 7 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Policy Services, Inc (2864), Wizard Mode Media, LLC (3205), deeproot Pinball LLC (0320), deeproot Growth Runs Deep Fund, LLC (8046), deeproot 575 Fund, LLC (9404), deeproot 3 Year Bonus Income Debenture Fund, LLC (7731), deeproot BonusGrowth 5 Year Debenture Fund, LLC (9661), deeproot Tech LLC (9043), deeproot Funds LLC (9404), deeproot Studios LLC (6283), and deeproot Capital Management, LLC (2638).

IT IS THEREFORE ORDERED that the Trustee's Motion shall be **GRANTED** as set forth herein.

IT IS FURTHER ORDERED that the Trustee is authorized to sell the Assets through an auction conducted by Mel T. Davis.

IT IS FURTHER ORDERED that, upon the consummation of the sale, all persons holding or asserting any lien, claim, interest, or encumbrance against or in the Assets of any kind or nature whatsoever, including all taxing authorities, are forever barred, estopped, and permanently enjoined from asserting, prosecuting, or otherwise pursuing such lien, claim, interest, or encumbrance against the buyer or the Assets themselves.

IT IS FURTHER ORDERED that such sale shall also be "as is," "where is," with all faults, without any warranties, other than a warranty that the sale is free and clear of liens, claims, security interests and encumbrances, and without recourse against the Trustee or the bankruptcy estate.

IT IS FURTHER ORDERED that the Trustee is authorized to pay auctioneer Mel T. Davis a ten percent (10%) commission for the auction sale and reimburse him for advertising and moving expenses. Mel T. Davis is also authorized to charge a fifteen percent (15%) buyer's commission, which will be paid by the buyers and not from the sales proceeds to help defray the costs of credit card and check transactions; storage and security charges; and the costs of insurance. These costs shall not be duplicative of out-of-pocket expenses described above.

IT IS FURTHER ORDERED that, as a condition to this Court's approval of the sale, the Trustee shall timely pay CVH University Park, LP ("**Landlord**") for the estate's post-petition

occupation and use of the leased space at 12669 Silicon Drive, San Antonio, Texas 78249 (“**Premises**”), at the base rental rate of \$8,453.02 per month specified in the lease, either: (1) in full upon completion of the auction sale and surrender of the Premises to Landlord, which date shall occur no later than June 30, 2022; or (2) as rent comes due on the first of each month, with the accrued post-petition rent through February 7, 2022, due and payable immediately upon entry of this Order and with future rent payments due and payable on the first of each month until such time as the auction sale is completed, the lease is rejected, and the Premises are vacated and surrendered to Landlord, which date shall occur no later than June 30, 2022.

IT IS FURTHER ORDERED that any property remaining at the Premises after June 30, 2022, shall be deemed abandoned and the automatic stay lifted to allow the Landlord to sell, remove, or dispose of such property as necessary to take back full possession of the Premises.

IT IS FURTHER ORDERED that the stay provided for by Federal Rule of Bankruptcy Procedure 6004(h) is vacated and the Trustee is authorized to sell the Assets upon the entry of this Order.

IT IS FURTHER ORDERED that the Trustee is authorized to take any actions reasonably necessary to effectuate the relief granted by this order.

IT IS FURTHER ORDERED that the Court shall retain jurisdiction to hear and determine all disputes arising from or related to the implementation, interpretation, or enforcement of this order.

END OF ORDER

Submitted by:

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